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**BellSouth Telecommunications, Inc**  
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**Guy M. Hicks**  
General Counsel

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T.R.A. DOCKET ROOM

December 17, 2004

VIA HAND DELIVERY

Hon. Pat Miller  
Chairman  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

Re *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc and Vo2 Networkx, Inc Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*  
Docket No 0400440

Dear Chairman Miller.

Pursuant to Section 252(e) of the Telecommunications Act of 1996, Vo2 Networkx, Inc and BellSouth Telecommunications, Inc are hereby submitting to the Tennessee Regulatory Authority the original and fourteen copies of the attached Petition for Approval of the Amendment to the Interconnection Agreement dated May 23, 2004. The Amendment relates to QuickServe.

Thank you for your attention to this matter

Sincerely yours,

  
Guy M Hicks

cc: Michael Bourne, Vo2 Networkx, Inc

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, Tennessee

In re: *Approval of the Amendment to the Interconnection Agreement Negotiated by BellSouth Telecommunications, Inc. and Vo2 Networx, Inc. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996*

Docket No. \_\_\_\_\_

**PETITION FOR APPROVAL OF THE**  
**AMENDMENT TO THE INTERCONNECTION AGREEMENT**  
**NEGOTIATED BETWEEN BELL SOUTH TELECOMMUNICATIONS, INC.**  
**AND VO2 NETWORX, INC.**  
**PURSUANT TO THE TELECOMMUNICATIONS ACT OF 1996**

COME NOW, Vo2 Networx, Inc. ("Vo2") and BellSouth Telecommunications, Inc., ("BellSouth"), and file this request for approval of the Amendment to the Interconnection Agreement dated May 23, 2004 (the "Amendment") negotiated between the two companies pursuant to Sections 251 and 252 of the Telecommunications Act of 1996, (the "Act"). In support of their request, Vo2 and BellSouth state the following:

1. Vo2 and BellSouth have successfully negotiated an agreement for interconnection of their networks, the unbundling of specific network elements offered by BellSouth and the resale of BellSouth's telecommunications services to Vo2. The Interconnection Agreement was approved by the Tennessee Regulatory Authority ("TRA") on July 26, 2004.

2. The parties have recently negotiated an Amendment to the Agreement which relates to QuickServe. A copy of the Amendment is attached hereto and incorporated herein by reference.

3. Pursuant to Section 252(e) of the Telecommunications Act of 1996, Vo2 and BellSouth are submitting their Amendment to the TRA for its consideration and

approval. The Amendment provides that either or both of the parties is authorized to submit this Amendment to the TRA for approval.

4. In accordance with Section 252(e) of the Act, the TRA is charged with approving or rejecting the negotiated Amendment between BellSouth and Vo2 within 90 days of its submission. The Act provides that the TRA may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity.

5. Vo2 and BellSouth aver that the Amendment is consistent with the standards for approval.

6. Pursuant to 47 USC Section 252(i) and 47 C.F.R. Section 51.809, BellSouth shall make available the entire Interconnection Agreement filed and approved pursuant to 47 USC Section 252

Vo2 and BellSouth respectfully request that the TRA approve the Amendment negotiated between the parties.

This 17 day of Dec, 2004.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

By: 

Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, Tennessee 37201-3300  
(615) 214-6301  
Attorney for BellSouth

#### CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 17 day of Dec, 2004:

Michael Bourne  
Vo2 Networkx, Inc.  
1835 Moriah Woods Blvd.  
Suite 1  
Memphis, TN 38117

  
Guy M. Hicks

This 17 day of Dec, 2004.

Respectfully submitted,

BELLSOUTH TELECOMMUNICATIONS, INC.

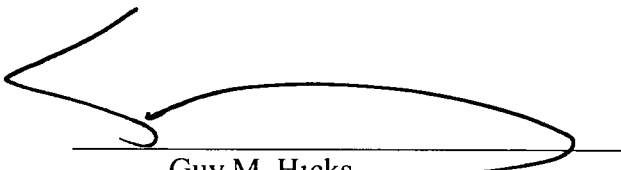
By: 

Guy M. Hicks  
333 Commerce Street, Suite 2101  
Nashville, Tennessee 37201-3300  
(615) 214-6301  
Attorney for BellSouth

### CERTIFICATE OF SERVICE

I, Guy M. Hicks, hereby certify that I have served a copy of the foregoing Petition for Approval of the Amendment to the Interconnection Agreement on the following via United States Mail on the 17 day of Dec, 2004:

Michael Bourne  
Vo2 Networx, Inc.  
1835 Moriah Woods Blvd.  
Suite 1  
Memphis, TN 38117

  
Guy M. Hicks

**Amendment to the Agreement  
Between**

**Vo2 Networx  
and**

**BellSouth Telecommunications, Inc.**

**Dated May 23, 2004**

Pursuant to this Amendment, (the "Amendment"), Vo2 Networx (Vo2), and BellSouth Telecommunications, Inc (BellSouth), hereinafter referred to collectively as the "Parties," hereby agree to amend that certain Interconnection Agreement between the Parties dated May 23, 2004 (Agreement) to be effective thirty (30) days after the date of the last signature executing the Amendment

WHEREAS, BellSouth and Vo2 entered into the Agreement on May 23, 2004, and;

WHEREAS, both Parties agree that an initial New Installation of a 2-Wire Port/Loop Combination- Residence line provisioned at a Location where QuickServe is available on the line shall incur a QuickServe NonRecurring Charge (NRC) at the NRC Currently Combined Conversion Rate set forth in the Agreement and that any initial New Installation of a 2-Wire Port/Loop Combination - Residence line provisioned at a location where QuickServe is not available, shall incur the Not Currently Combined NRC, First and Additional rates set forth in the Agreement,

NOW THEREFORE, in consideration of the mutual provisions contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereby covenant and agree as follows.

- 1 The Parties agree to incorporate into Attachment 2 of the Agreement the rates and USOCs as set forth in Exhibit 1 of this Amendment attached hereto and incorporated herein by this reference
2. All of the other provisions of the Agreement, dated May 23, 2004, shall remain in full force and effect.
- 3 Either or both of the Parties are authorized to submit this Amendment to the respective state regulatory authorities for approval subject to Section 252(e) of the Federal Telecommunications Act of 1996

IN WITNESS WHEREOF, the Parties have executed this Amendment the day and year written below

**BellSouth Telecommunications, Inc.**

**Vo2 Networx**

By: 

By: 

Name: Kristen Rowe

Name: Michael Bourne

Title: Director

Title: President

Date: 11/3/04

Date: 10/26/04





